



**Annual Meeting of Common Shareholders
April 10, 2025**

Welcome to the annual meeting of common shareholders of The Toronto-Dominion Bank (the “Meeting”). By attending the Meeting, each person agrees to follow the rules of conduct as set out below.

1. Coats and large bags are not permitted in the Meeting room, and you will be required to check these items upon arrival. We reserve the right to inspect all bags regardless of size. If you require a large bag with you in the Meeting for medical reasons or otherwise, it will be subject to security inspection.
2. The Meeting room has limited capacity, and registered shareholders and duly appointed proxyholders will be admitted on a first-come, first-served basis.
3. No offensive or disruptive items, including banners or placards, will be permitted in the Meeting room.
4. A recording of the Meeting will be available online following the event. No other photos, video or audio recordings of the Meeting are permitted.
5. The Meeting will be conducted in English and French with simultaneous translation available via headsets for in-person attendees. Please choose Channel 10 for English and Channel 02 for French. English and French transcription will also be available on in-room screens. Webcast participants will be able to choose to view the Meeting in either French or English.
6. The Chair is responsible for the orderly conduct of the meeting. The Chair has the authority to amend or supplement these rules of conduct and to rule on all procedural matters including the appropriateness of all matters or questions raised and to rule out of order any matters or questions that (a) are not relevant to the business of the Meeting; (b) concern an issue before a court; (c) are defamatory, rude, offensive or otherwise inappropriate; (d) repeat a question or discussion that has already been addressed during the Meeting; or (e) relate to personal grievances.
7. Only registered shareholders and duly appointed proxyholders who have taken all steps necessary to register for the Meeting will be able to vote or ask questions during the Meeting. Please refer to the Management Proxy Circular for more information.
8. Questions may be asked (a) in-person at the Meeting using the designated microphones; (b) via webcast by selecting the “Messaging” tab and typing the question in the chat box; and (c) via phone by selecting the “Messaging” tab on the webcast and typing your phone number and question topic in the chat box (an operator will call you to place you in queue to ask your question during the meeting). The Chair will open the meeting to questions at the appropriate times during the meeting.
9. Questions during the formal business of the Meeting should relate to the matter being discussed. Questions of a general nature that are of interest to all shareholders will be dealt with during the Q&A session following the conclusion of the formal business of the Meeting.
10. Registered shareholders and duly appointed proxyholders may ask one question at a time. Questions should be brief and concise and verbal questions should/will be limited to approximately two minutes]. For registered shareholders and duly appointed proxyholders participating online, questions may be typed into the “Messaging” tab and appropriate questions will be read out at the relevant time during the meeting.
11. The Chair may call for a recess of the Meeting, if necessary, in which case the Chair will notify the Meeting. Attendees should remain in the Meeting during any recess.
12. Conduct which is not in compliance with these rules, or which is not appropriate, including derogatory references to individuals or comments that are otherwise in bad taste, will not be permitted and may be a basis for removal from the Meeting.

For more information on how to attend and participate in the Meeting please visit www.td.com/annual-meeting/2025.

Agenda

1. **Land Acknowledgement**
2. **Call to Order, Chair’s Welcome, and Other Preliminary Matters**
3. **Remarks from Alan MacGibbon, Board Chair**
4. **Remarks from Raymond Chun, Group President and Chief Executive Officer**
5. **Annual Financial Statements and Auditor’s Report**
6. **Election of Directors**
7. **Appointment of Auditor**
8. **Advisory Vote on Approach to Executive Compensation**
9. **Shareholder Proposals**
10. **Announcement of Preliminary Voting Results**
11. **Conclusion of Meeting**
12. **Shareholders’ Questions**

